

EXHIBIT A

**FCC – FTC Memorandum of Understanding
Telemarketing Enforcement**

Whereas the Telephone Consumer Protection Act of 1991, 47 U.S.C. § 227, directs the Federal Communications Commission (FCC) to address invasive, costly, and potentially dangerous interstate and intrastate telemarketing practices;

Whereas the Telemarketing and Consumer Fraud and Abuse Protection Act, 15 U.S.C. § 6101-6108, directs the Federal Trade Commission (FTC) to address fraudulent, deceptive, and abusive interstate telemarketing practices;

Whereas the Do-Not-Call Implementation Act of 2003, Pub.L. 108-10, §§ 1-4, Mar. 11, 2003, 117 Stat. 557, and the National Do-Not-Call Registry Act of 2003, Pub.L. 108-82, § 1, Sept. 29, 2003, 117 Stat. 1006, authorize a national do-not-call registry to be maintained by the FTC and direct the FCC to adopt, after consultation and coordination with the FTC, complementary rules that maximize consistency with the rules promulgated by the FTC;

Whereas the FCC and the FTC have adopted rules implementing these statutory provisions;

and

Whereas there are overlaps in FCC and FTC regulation of major telemarketing activities:

Therefore, it is hereby agreed that:

The FCC and the FTC will work together in a cooperative and coordinated fashion to implement consistent, comprehensive, efficient, and non-redundant enforcement of federal telemarketing statutes and rules.

It is further agreed that:

The agencies will meet at least quarterly to discuss matters of mutual interest; and

The FTC will provide the FCC with Do-Not-Call Registry data through the Consumer Sentinel system; and

The agencies will make available to each other consumer complaints regarding possible violations of federal telemarketing rules; and

The agencies will endeavor to avoid unnecessarily duplicative enforcement actions; and

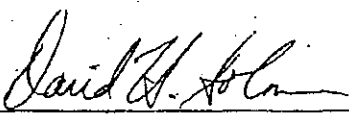
The agencies will engage in joint enforcement actions, when necessary, appropriate, and consistent with their respective jurisdictions; and

The agencies will coordinate public statements on joint cases; and

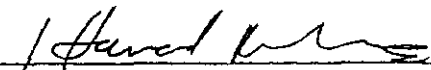
The persons signing below and their successors shall be deemed Designated Liaison Officers for purposes of implementation of this Memorandum of Understanding.

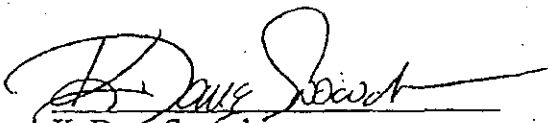
This Memorandum of Understanding, when executed or acted upon by both parties, shall continue in effect until it is modified by mutual consent of both parties or terminated by either party upon thirty (30) days advance written notice.

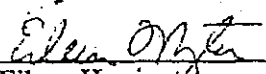
For the Federal Communications Commission:


David H. Solomon
Chief, Enforcement Bureau

For the Federal Trade Commission:


J. Howard Beales III
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